

ULTIMATE SPIDER-MAN®

ISSUE
121



MARVEL

**BENDIS
IMMONEN
von GRAWBADGER
PONSOR**

The bite of a genetically altered spider granted high-school student Peter Parker incredible arachnid-like powers! When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He learned the invaluable lesson that with great power there must also come great responsibility!

Now the fledgling super hero tries to balance a full high-school curriculum, a night job as a web designer for the Daily Bugle tabloid, a relationship with the beautiful Mary Jane Watson, and swing time as the misunderstood, web-slinging Spider-Man!



PREVIOUSLY IN ULTIMATE SPIDER-MAN...

Peter Parker and Mary Jane have gotten back together, leaving his troubled relationship with Kitty Pryde (of the world-famous X-Men) a shambles. To complicate matters even further, Kitty, who was kicked out of the X-Men, now goes to school with them!

Recently, Peter and MJ's friend Liz Allen discovered she was a fire-powered mutant and accepted an invitation to join the X-Men.

Over the last few weeks, all the students in Peter's class have been struggling with an assignment to care for an animatronic infant. As part of this project, Kitty and Peter have teamed up as parents.

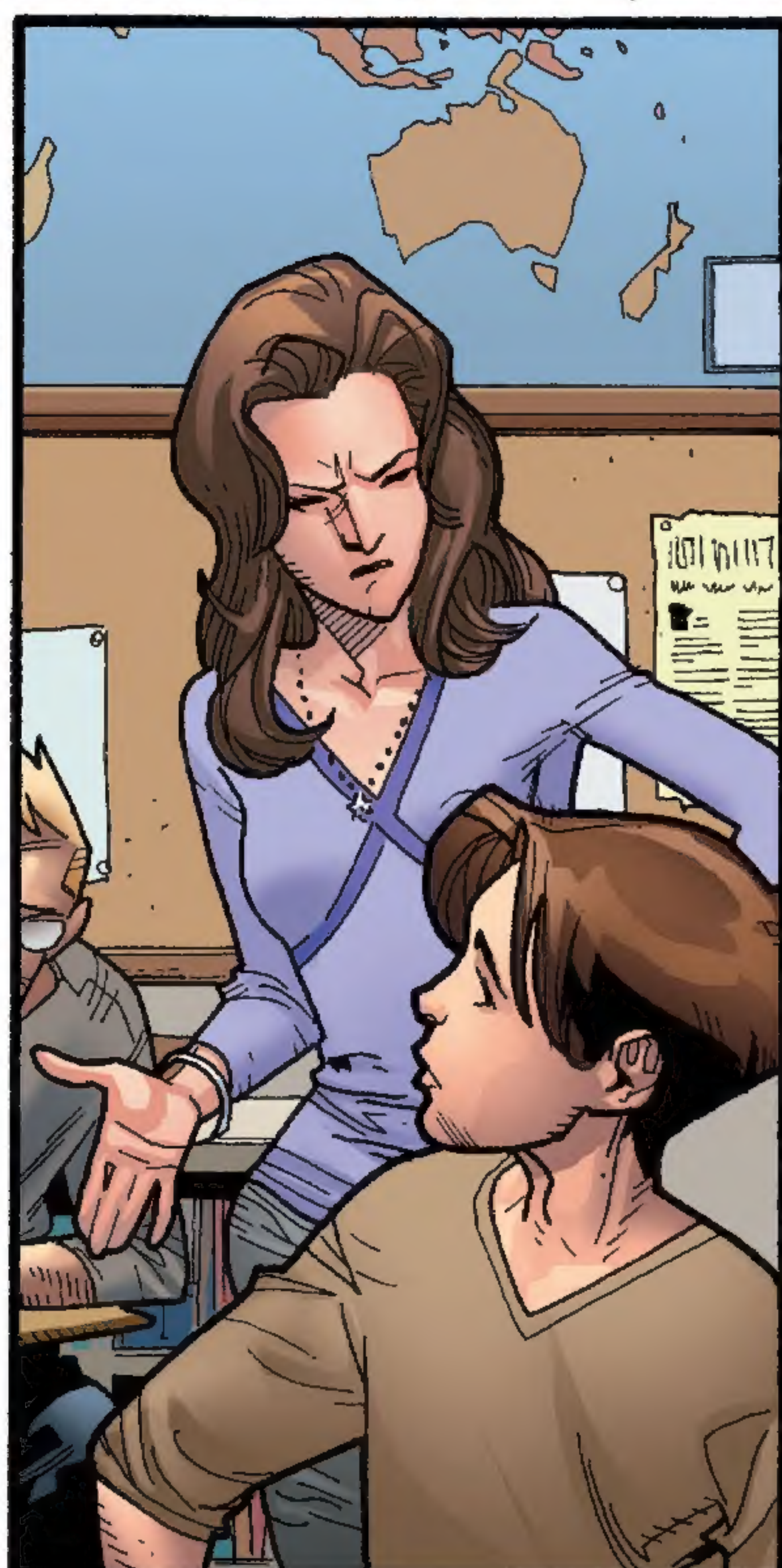
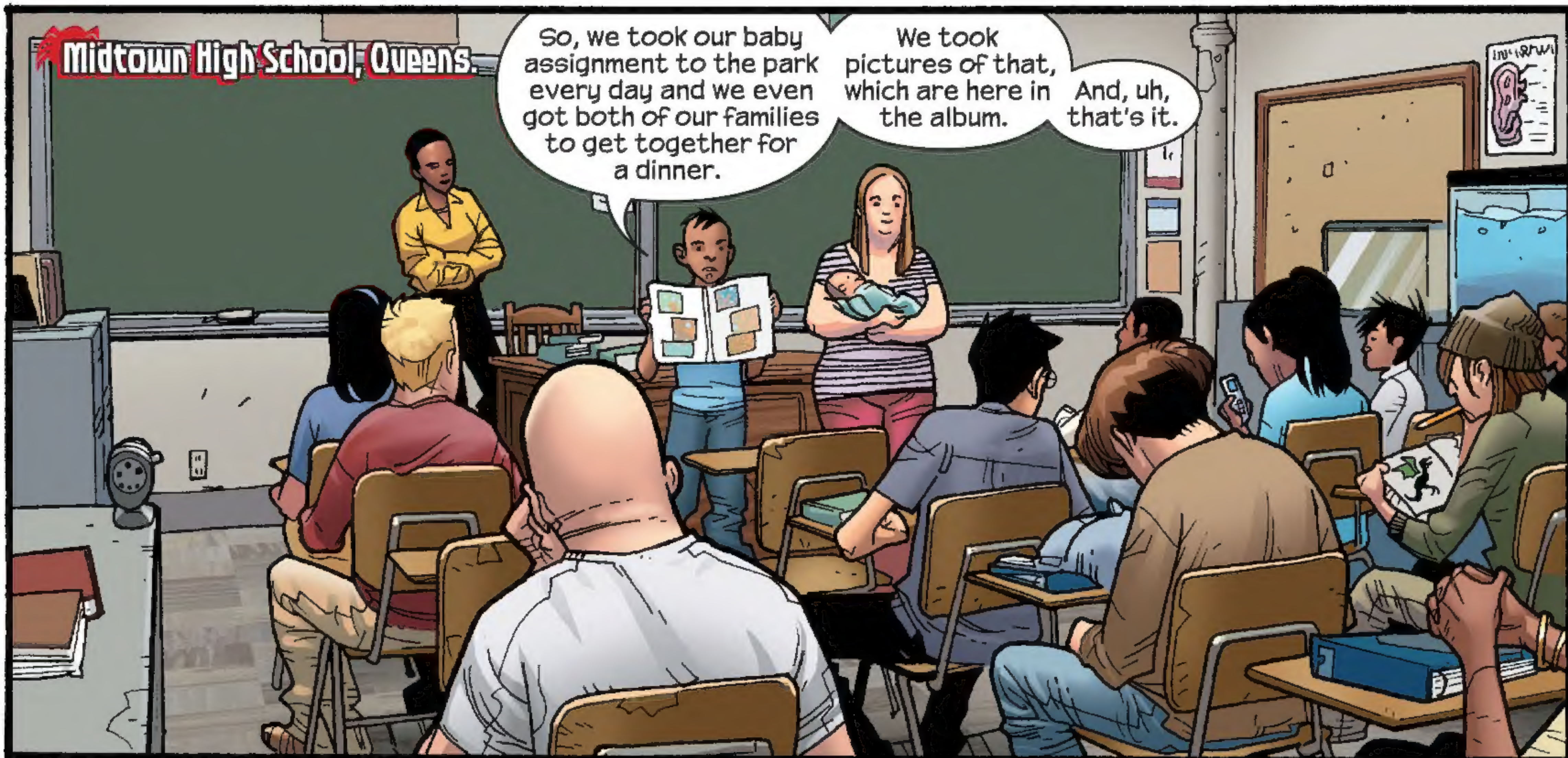
Months ago, Spider-Man defeated an albino mutant assassin named Omega Red who was mysteriously linked to an ongoing concern with the enigmatic Roxxon Corporation.

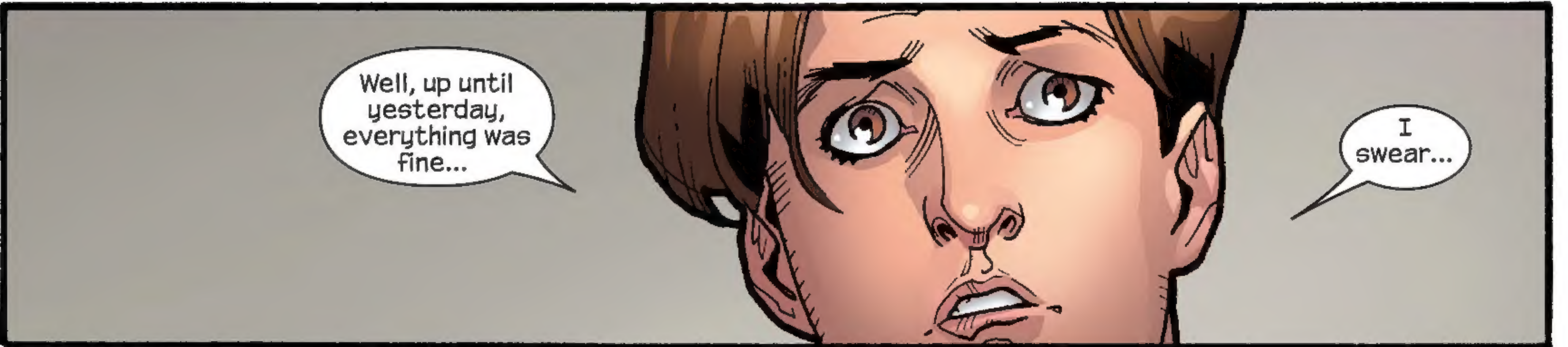
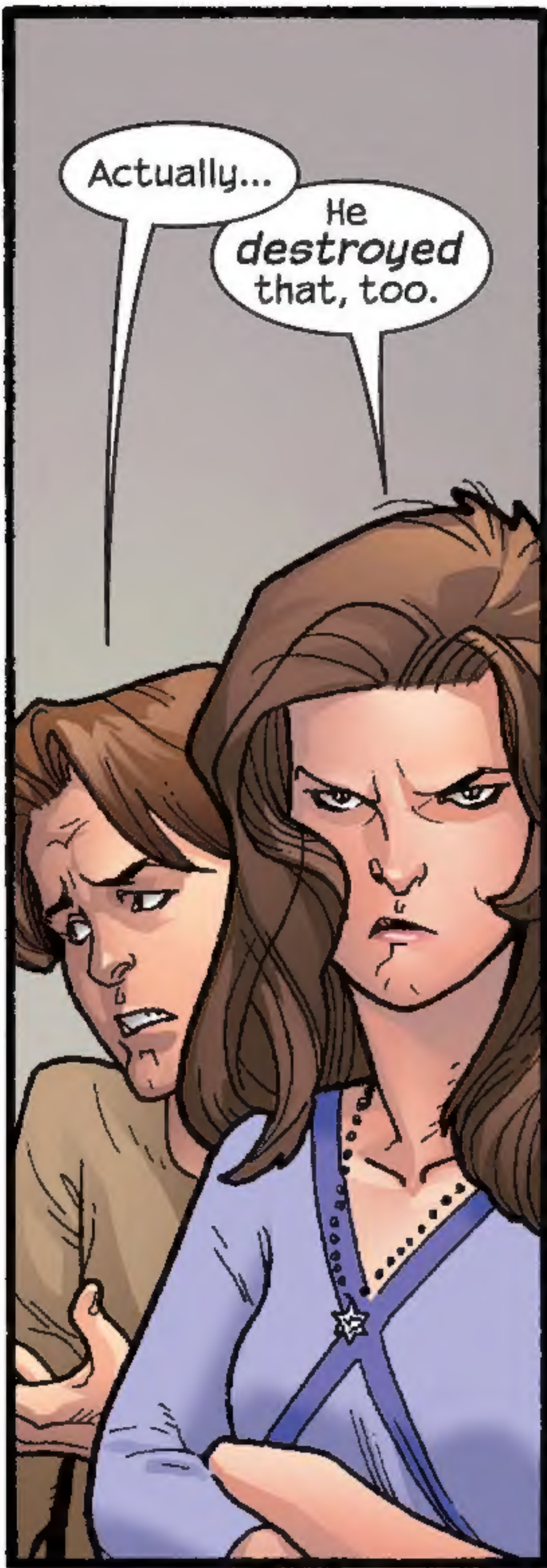
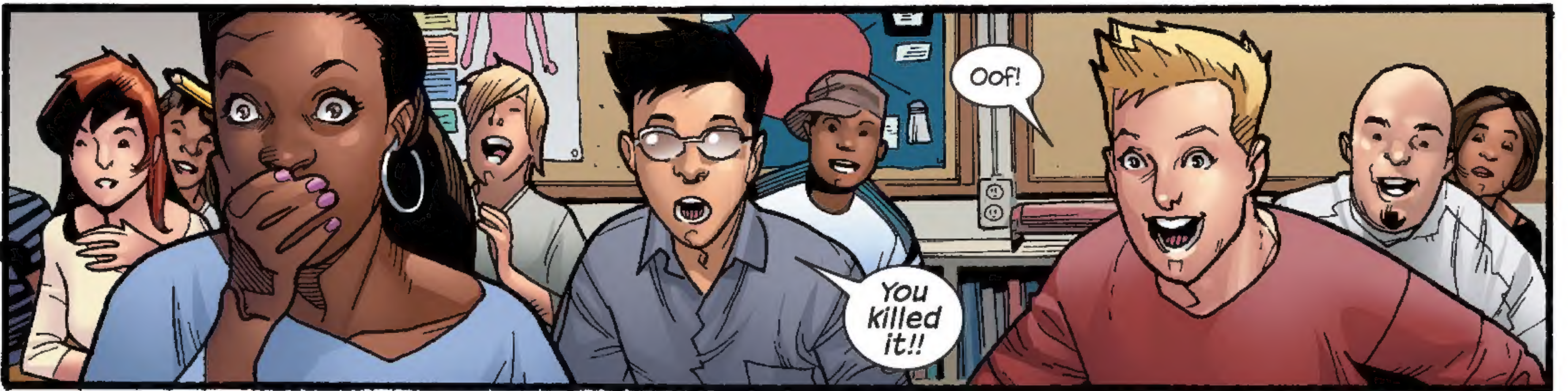
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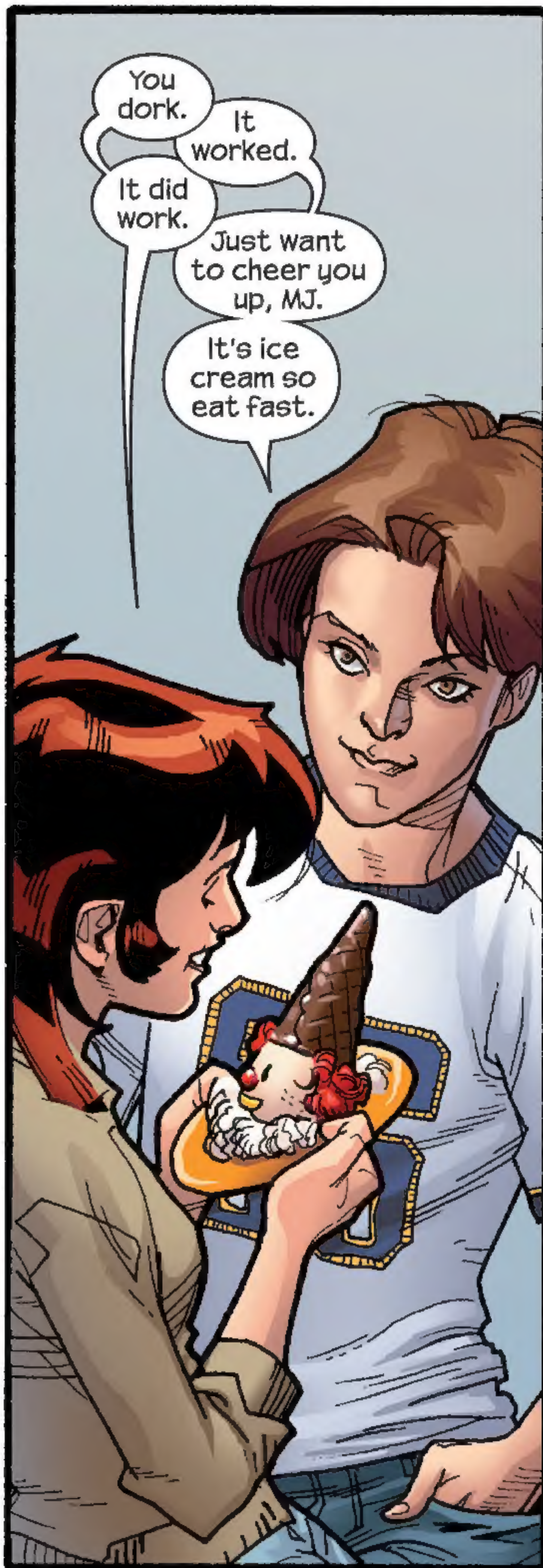
To find Marvel Comics at a local comic shop, call 1-888-COMICBOOK.





18 HOURS AGO.

Fine, of course, being a relative term around here.



You dork.

It worked.

It did work.

Just want to cheer you up, MJ.

It's ice cream so eat fast.



Have you heard from Liz?

I don't think I'm going to.

You might. They do have phones at Xavier's school.

I know. But--but I--I think she's gone.

We've been friends since second grade. And now she's gone.

Yeah.



It's weird. School with no Liz Allen.

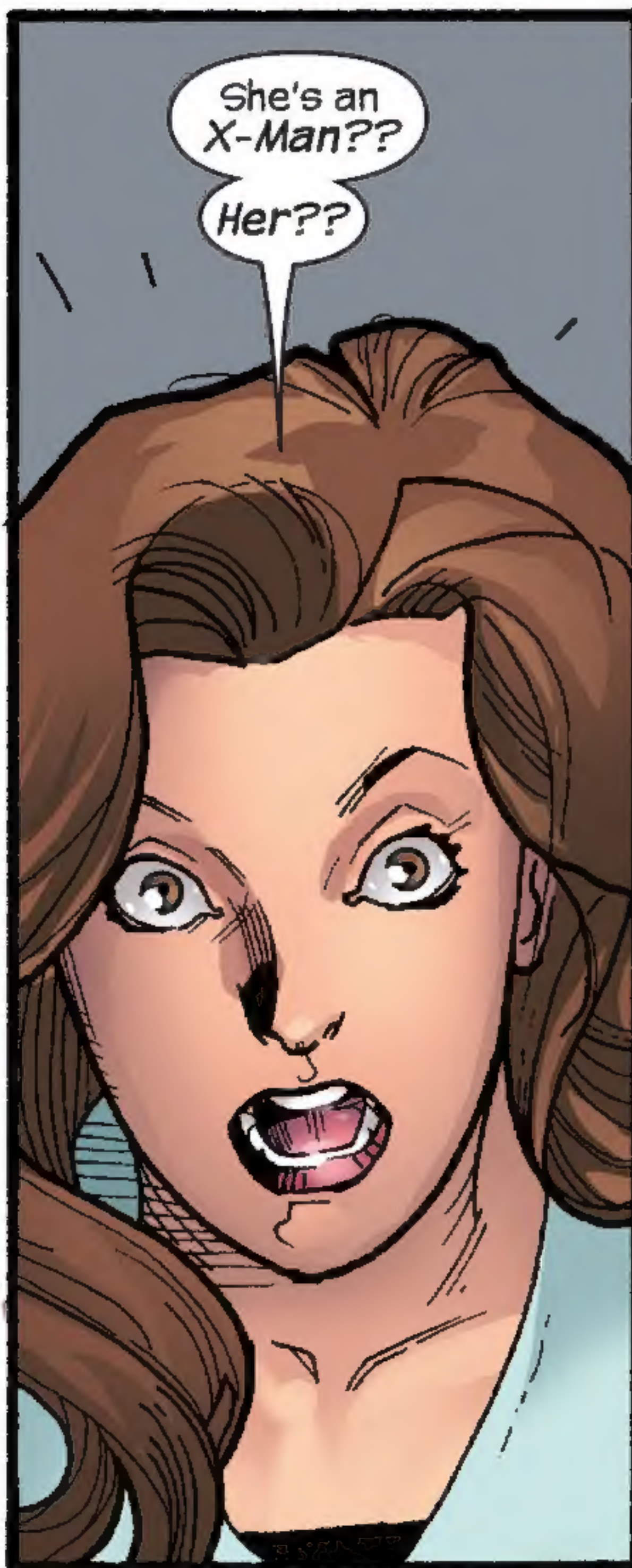
Well, we're eventually *all* going to different colleges and stuff.

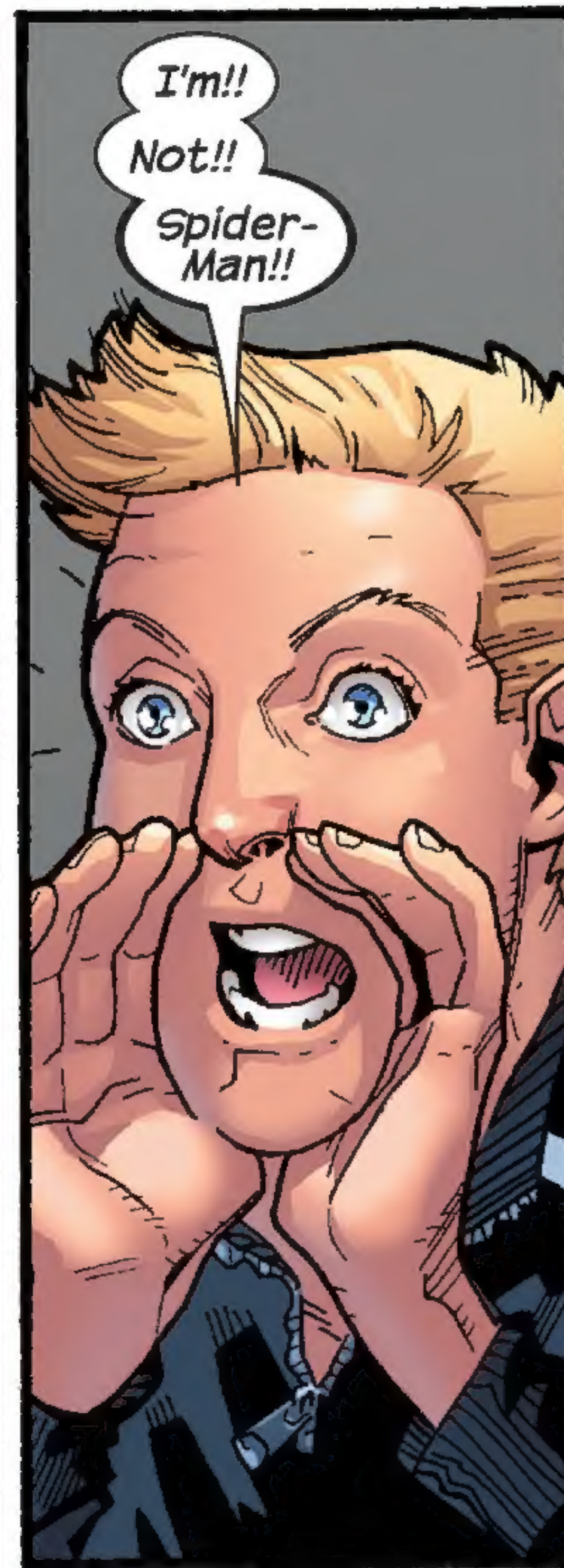
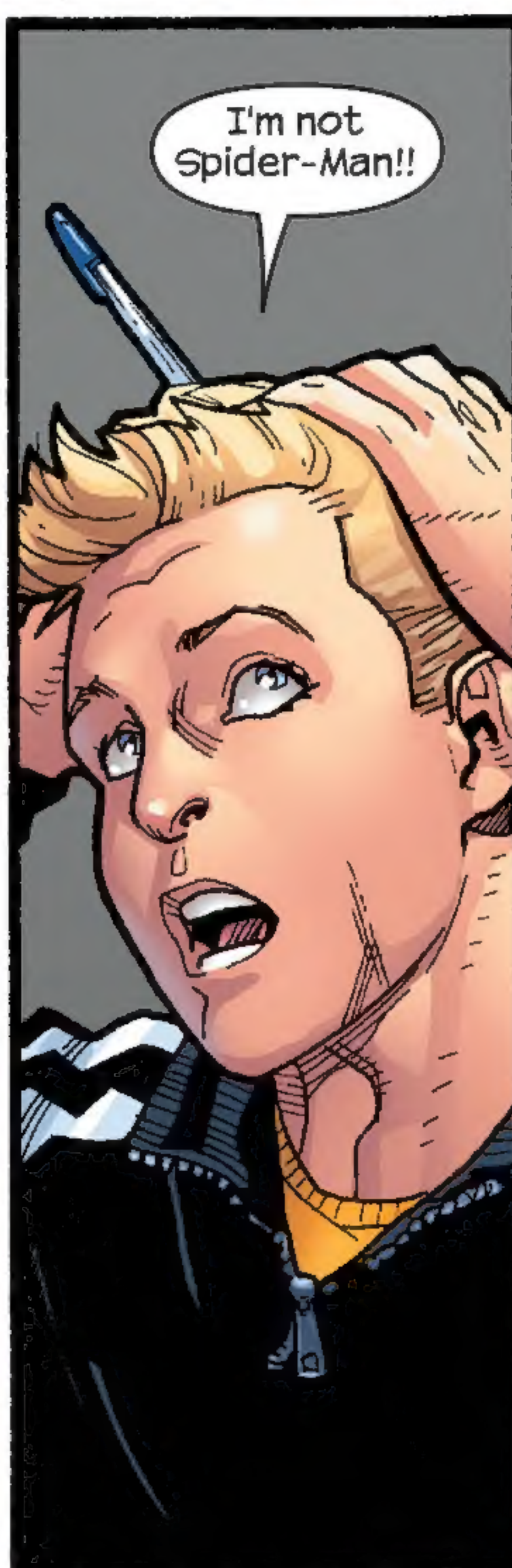
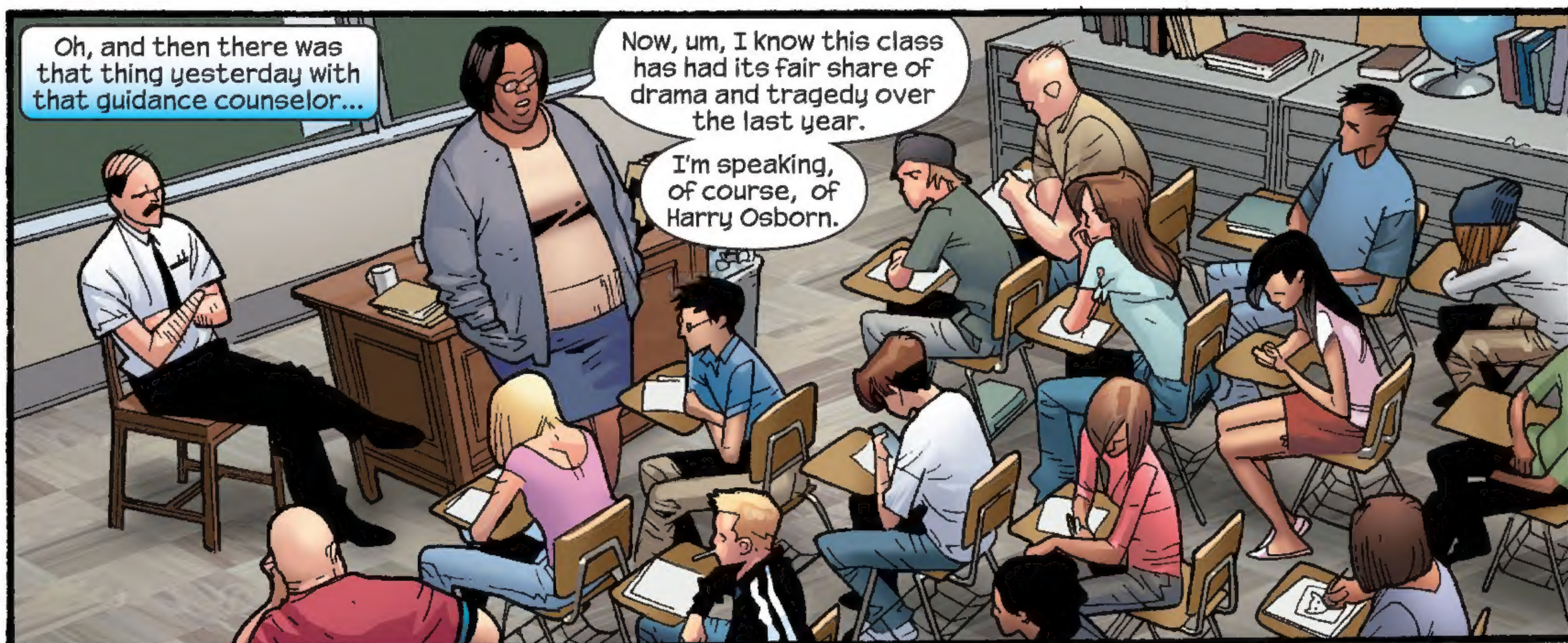
Yeah. But we know *that*. This was sudden.

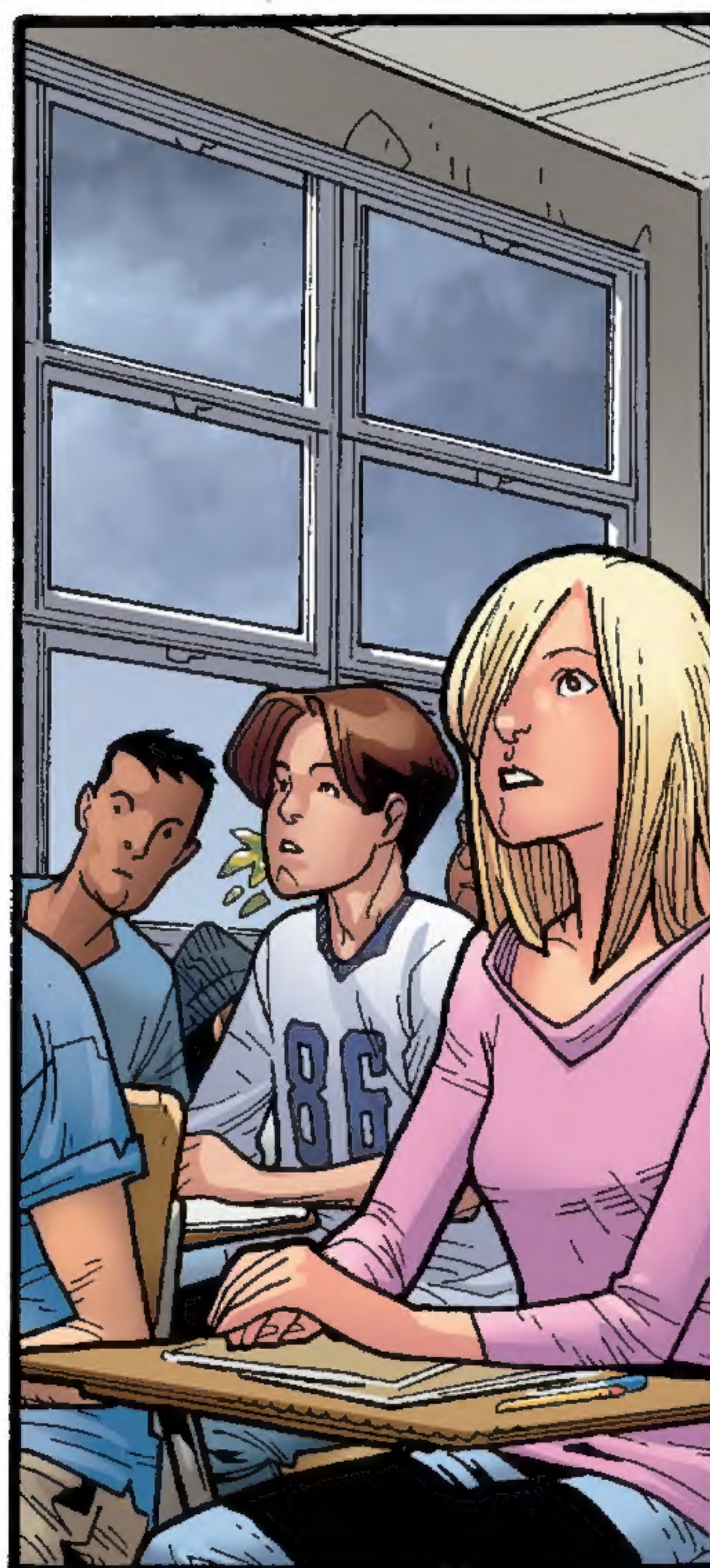
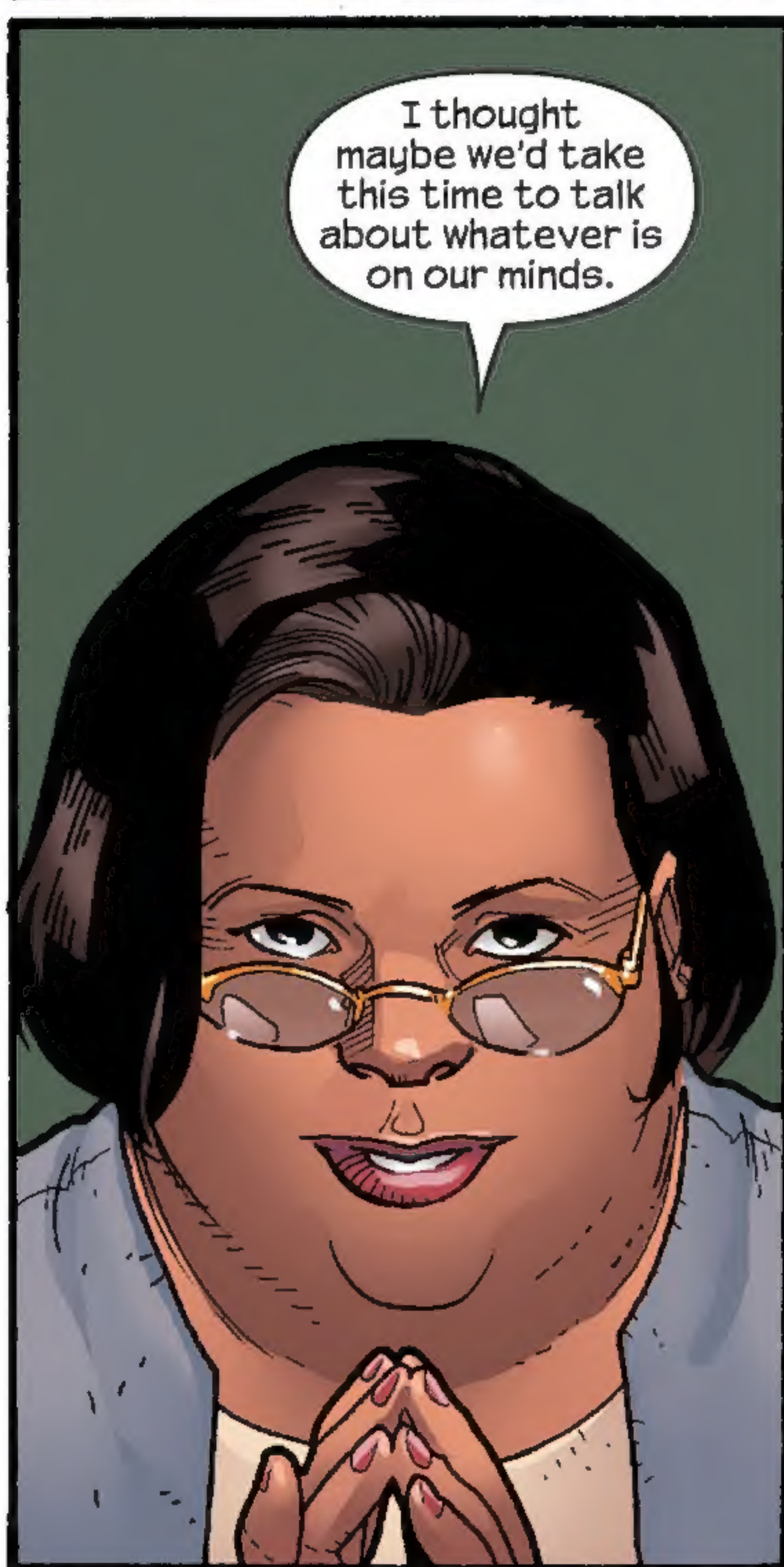
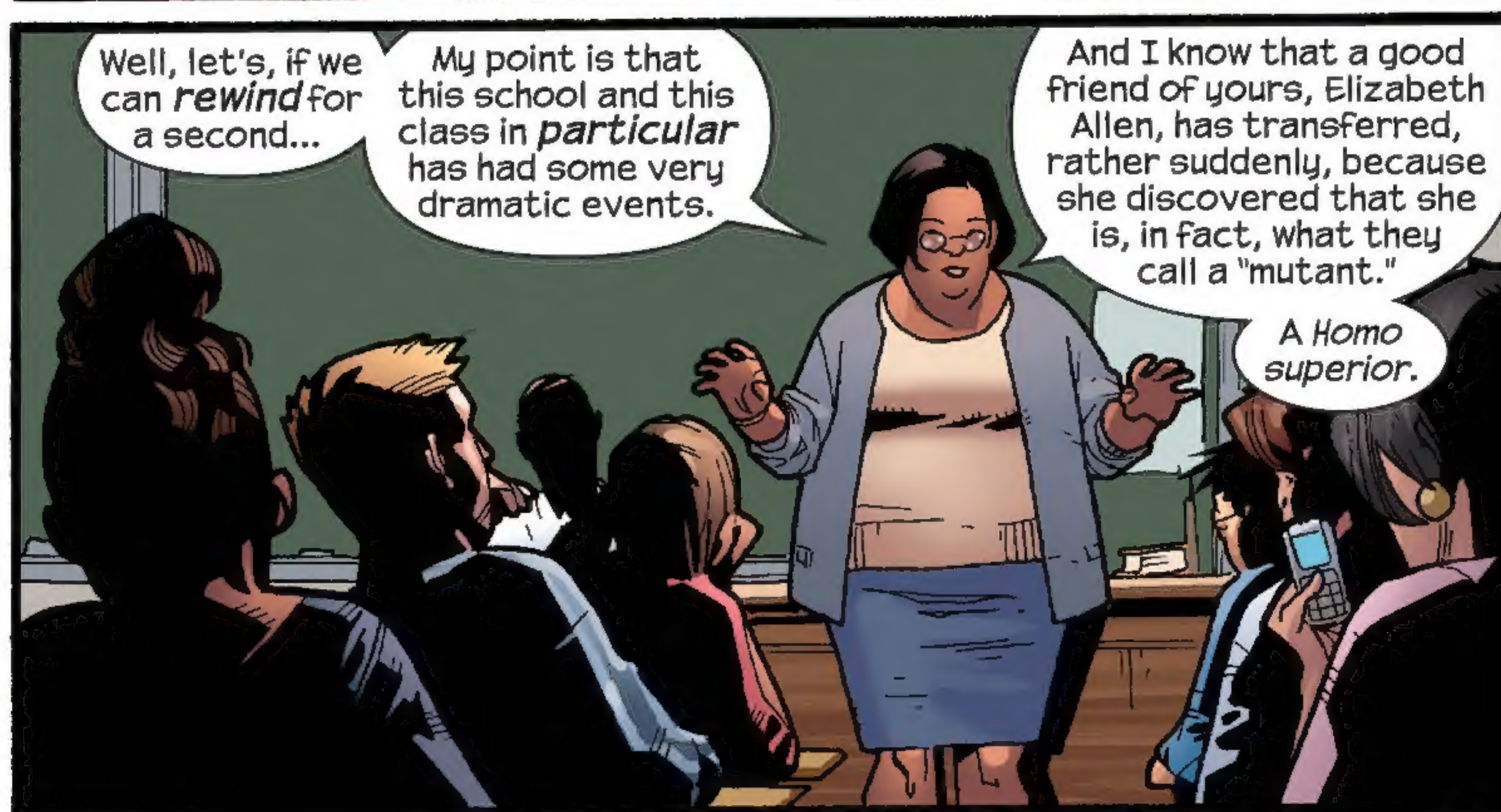
Sudden it was.

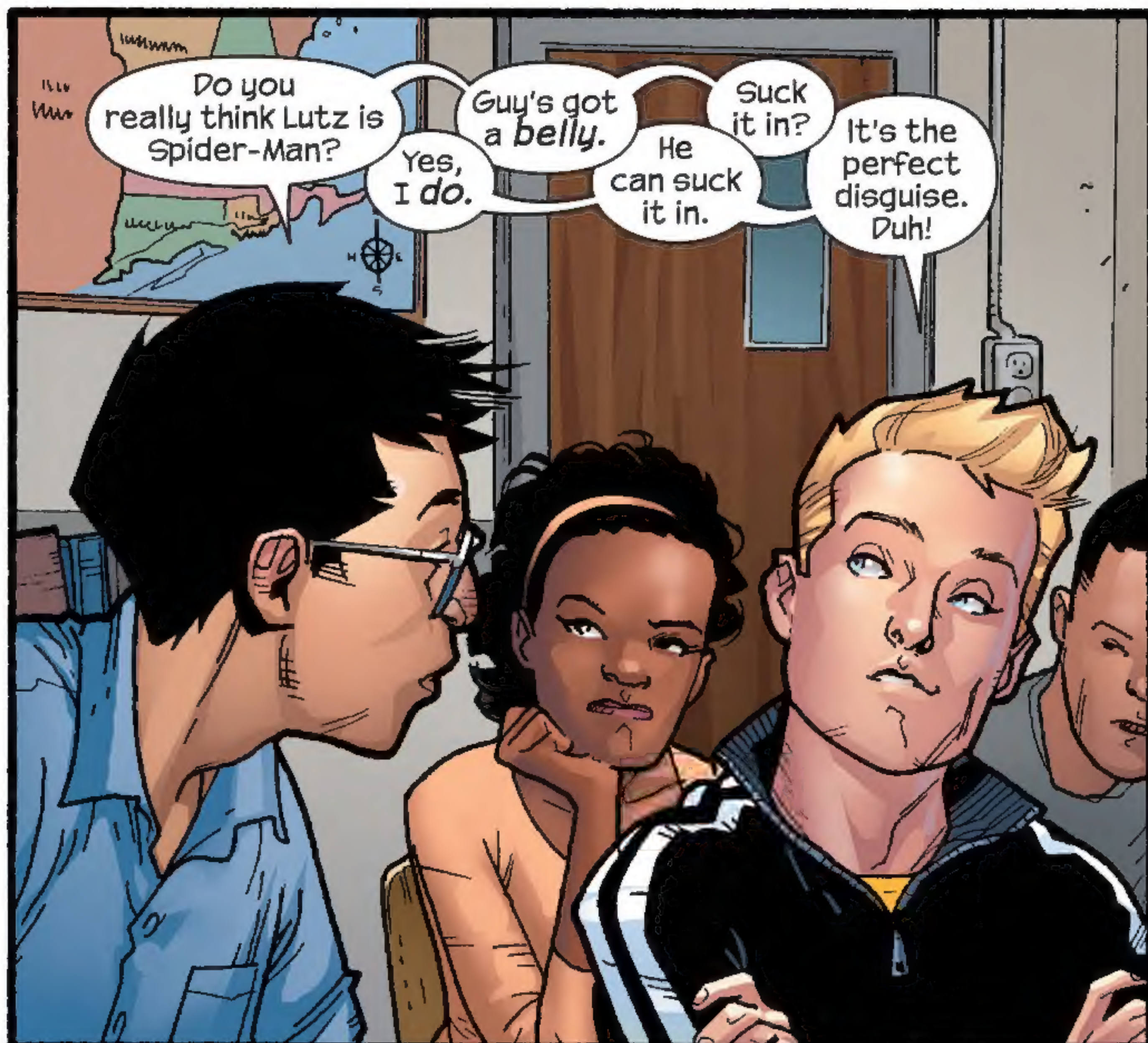
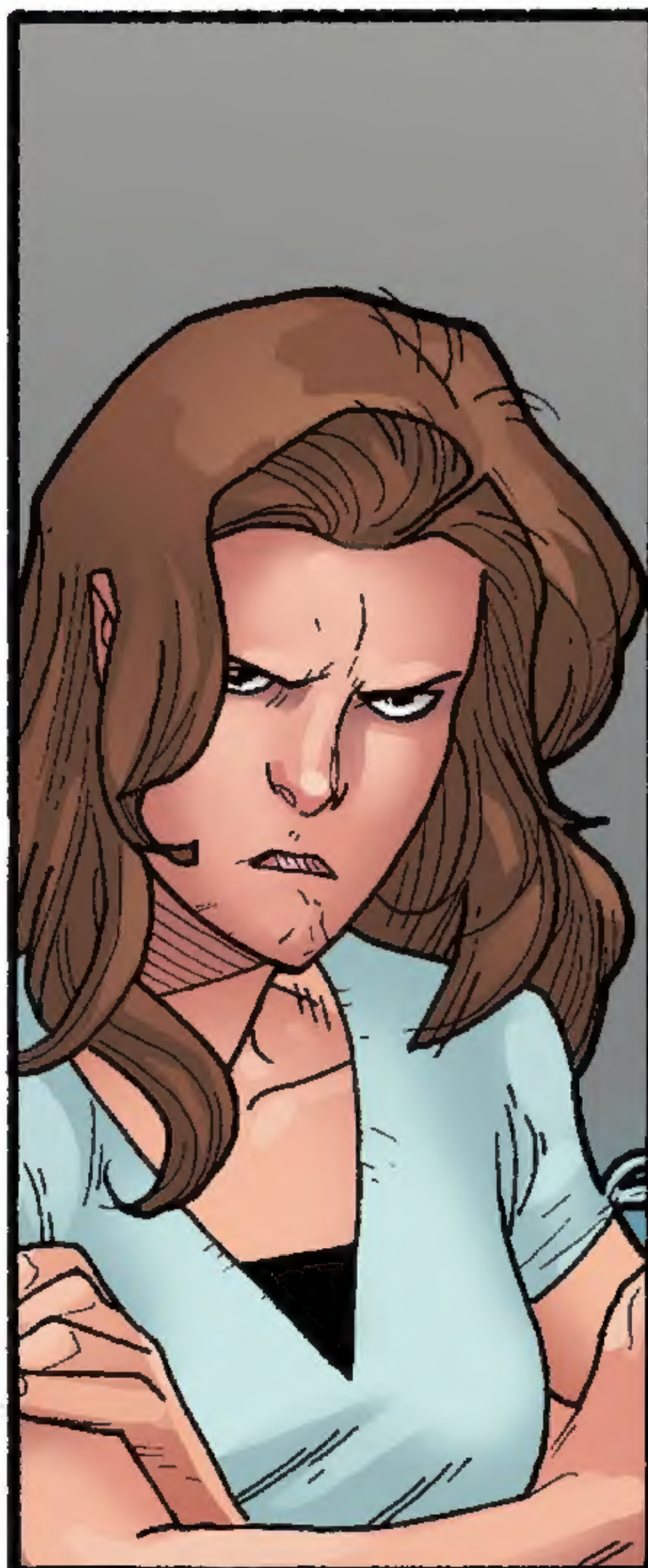
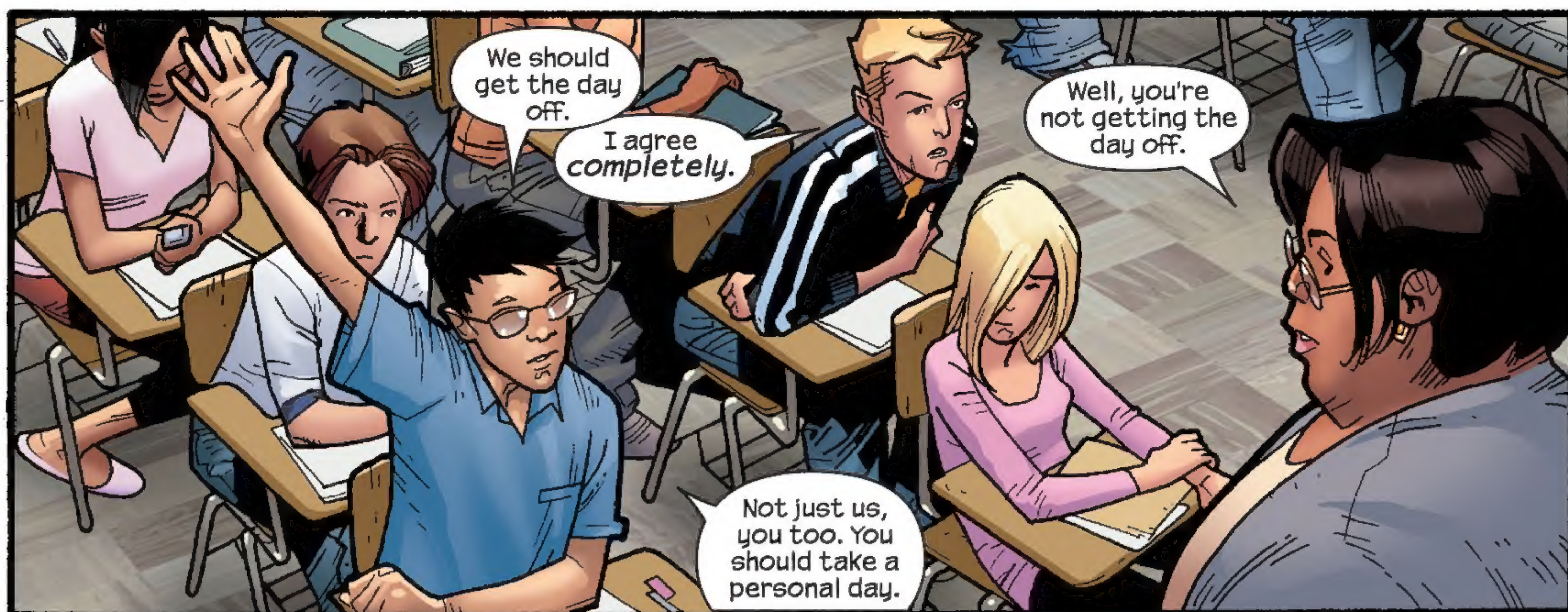
Hey!

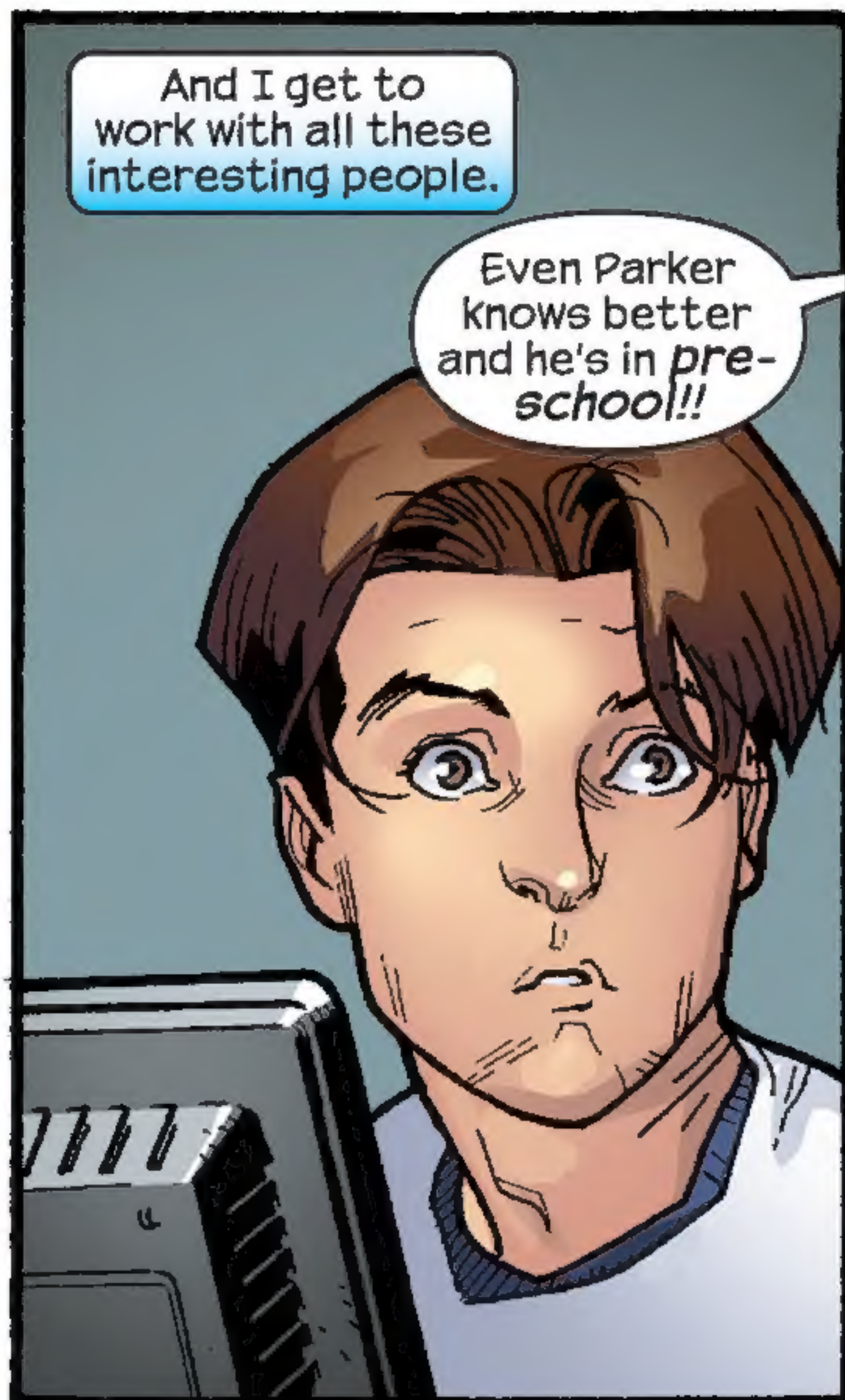
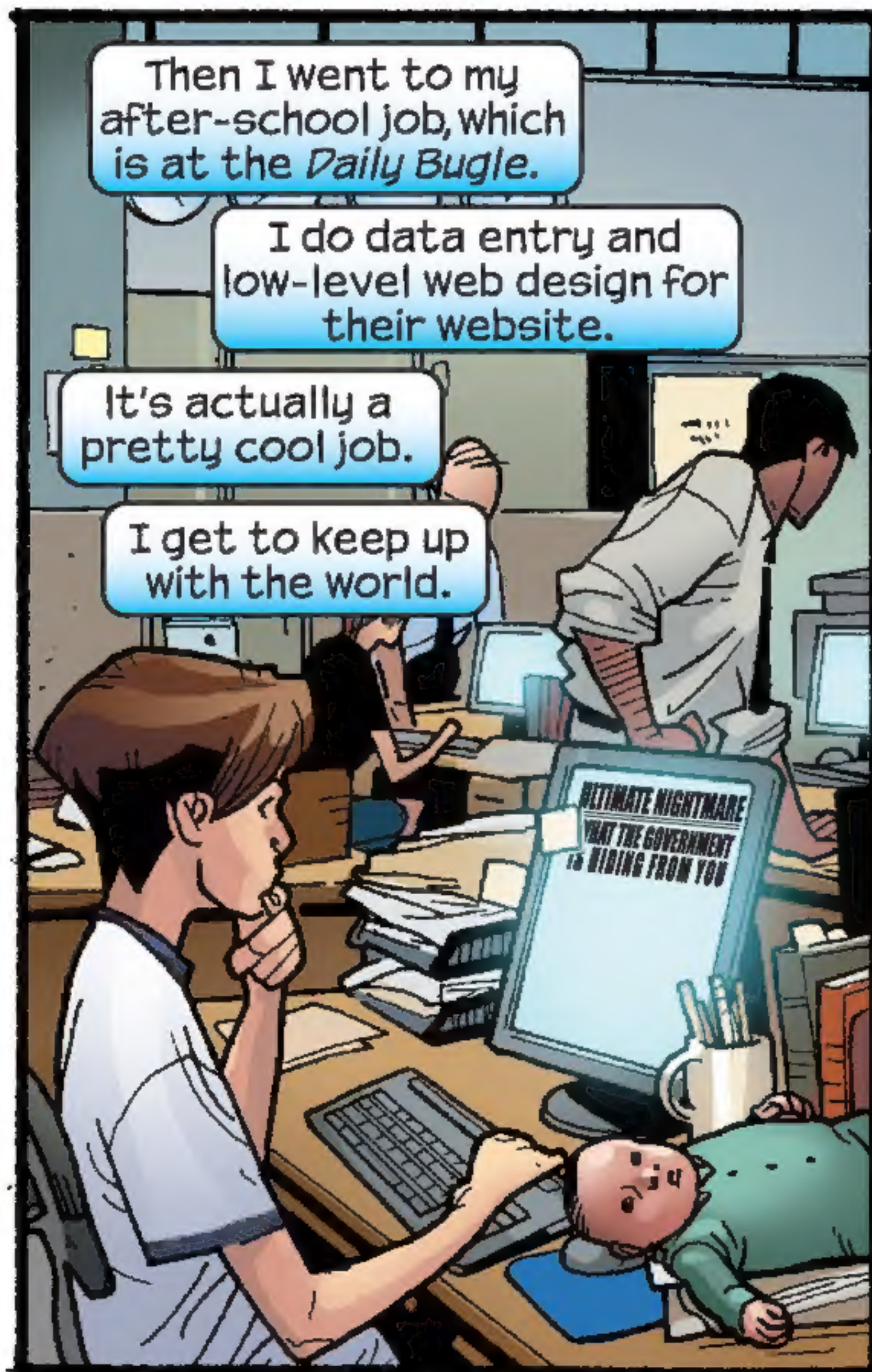
Hey.

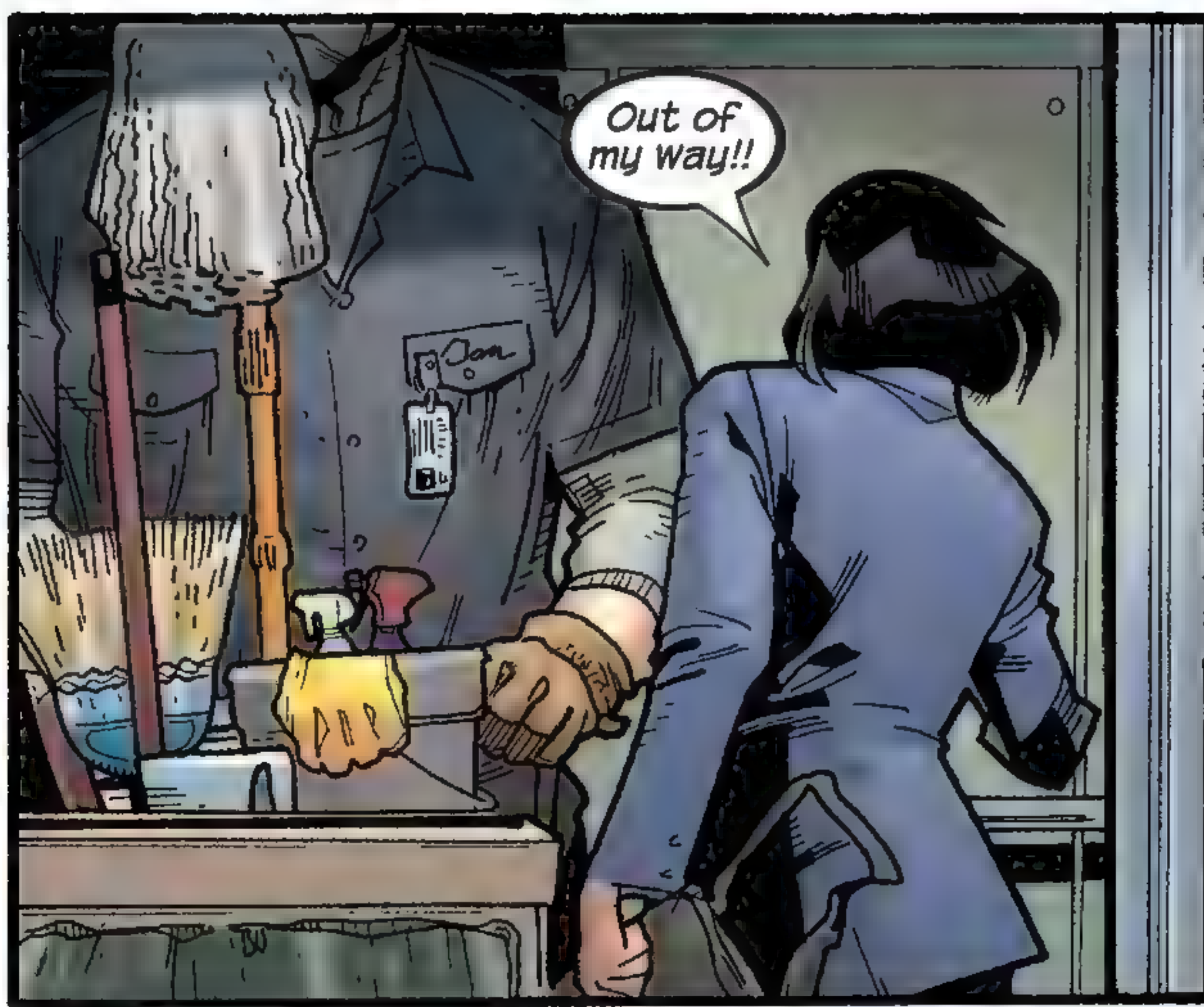


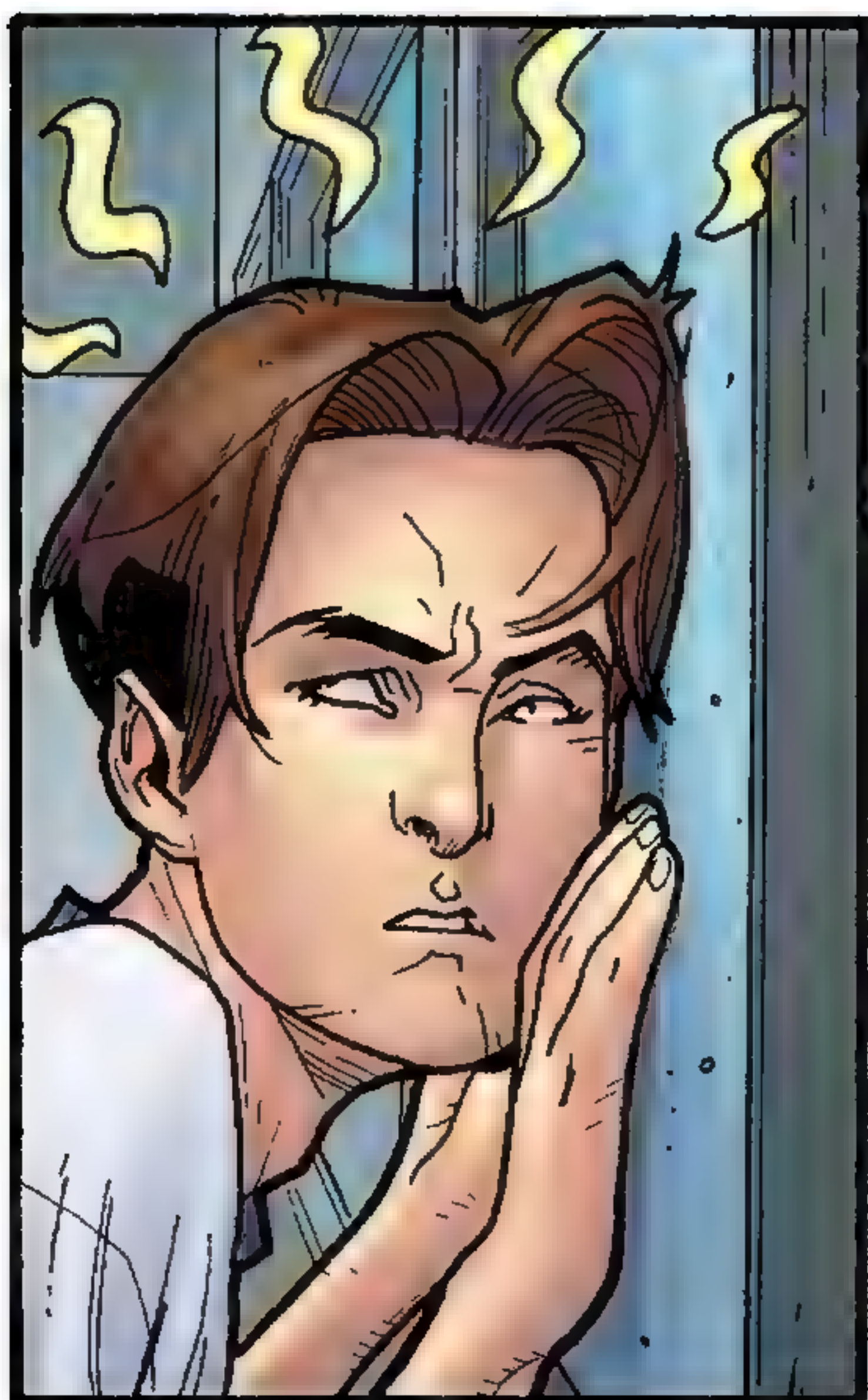
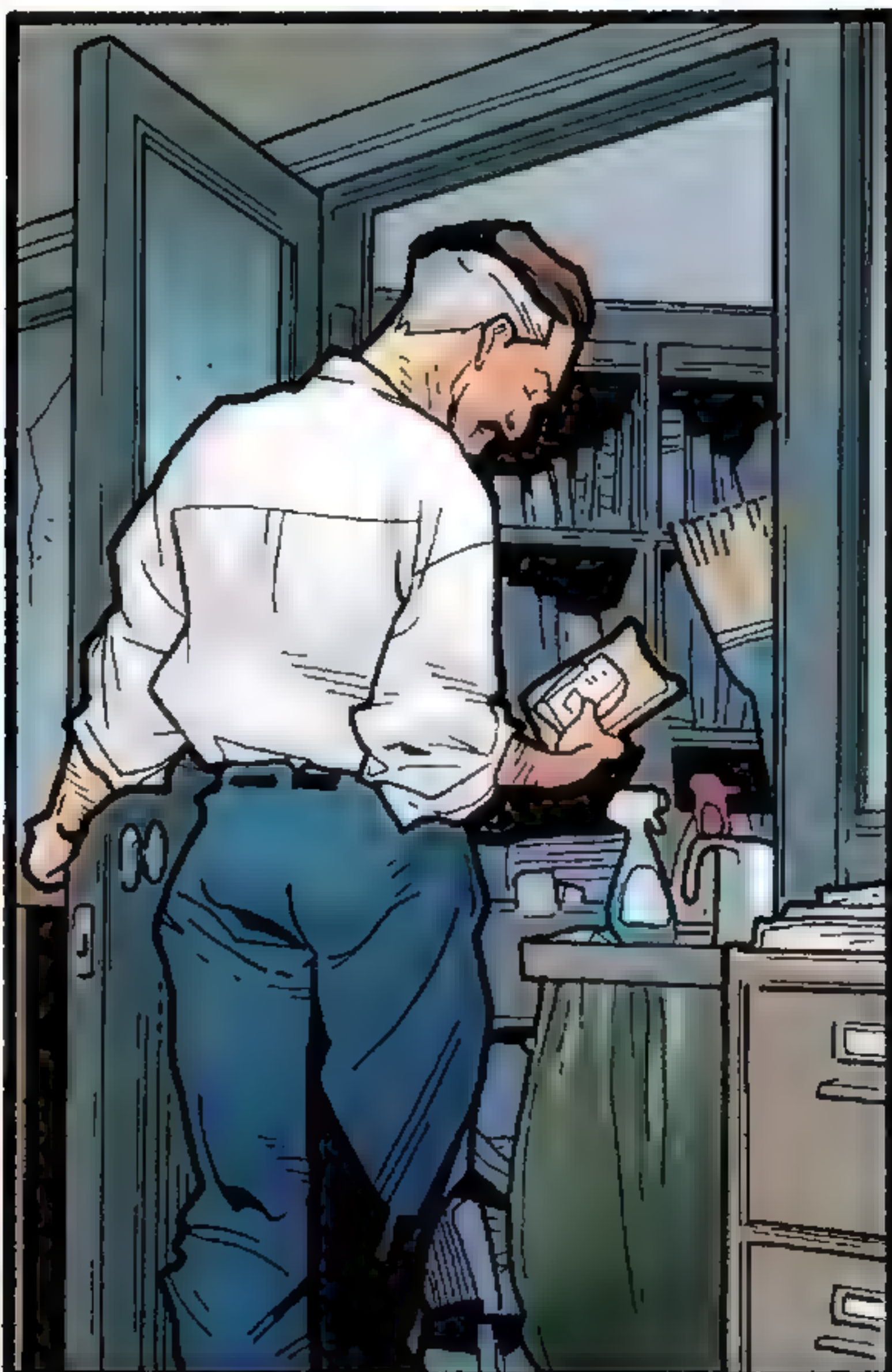




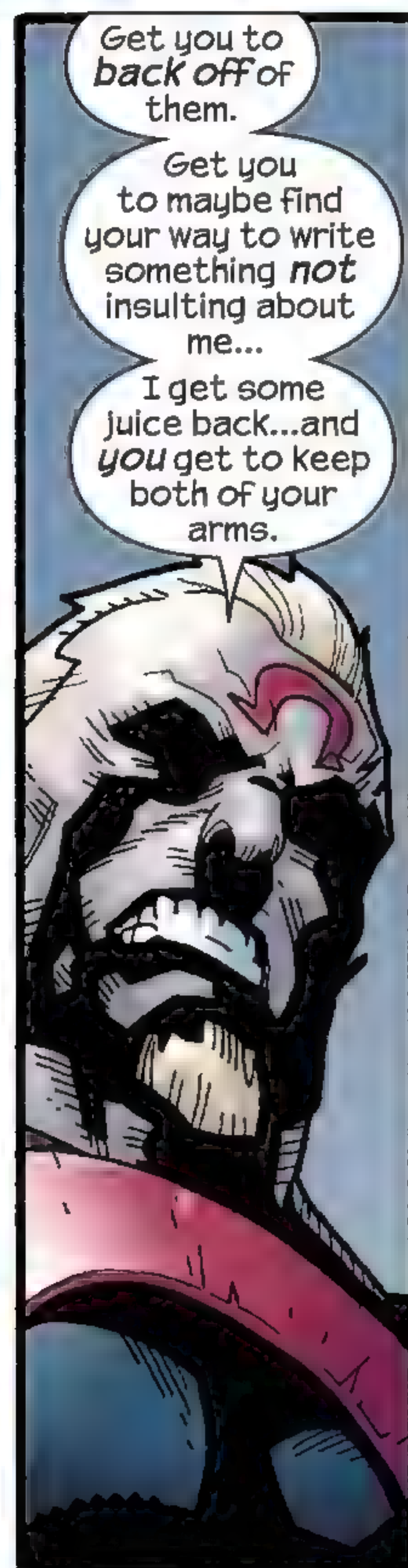


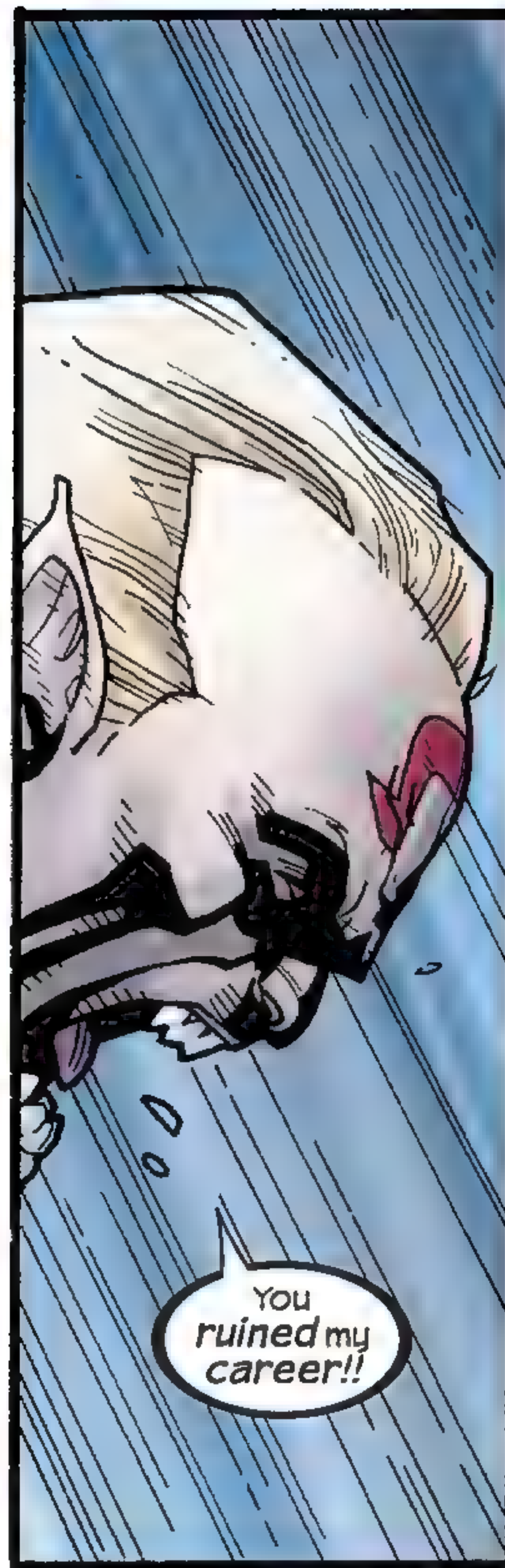










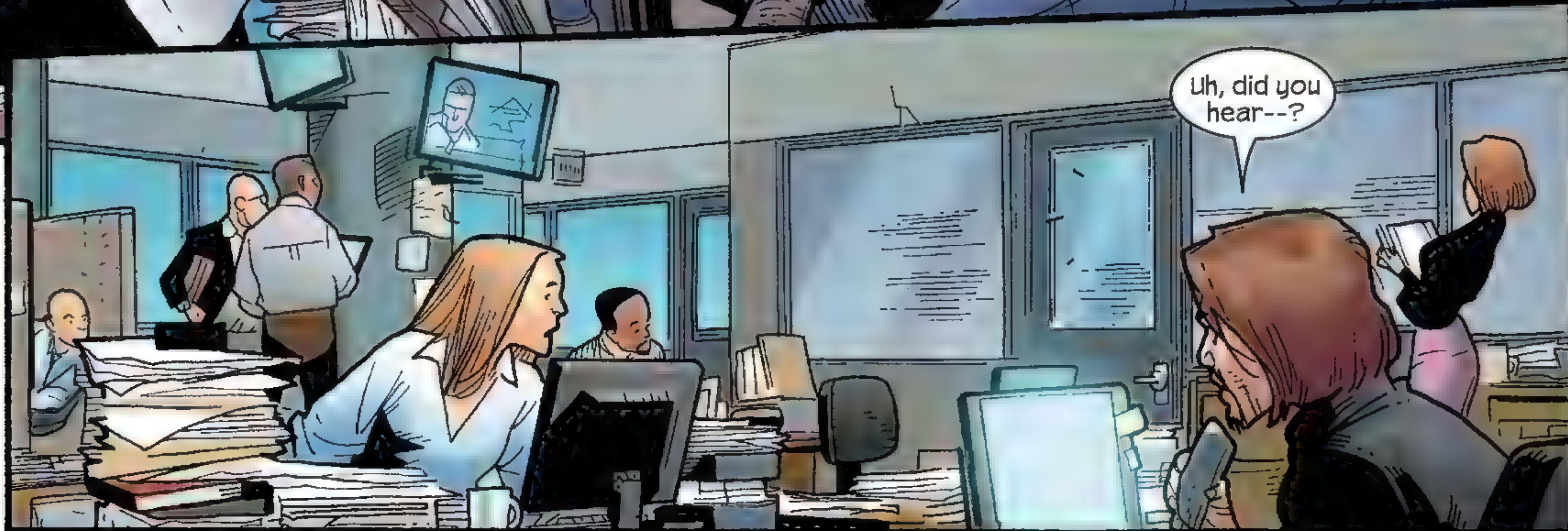




Hi!! Excuse me. So sorry to bother...

Is *this* where you submit the personal ads?

SMASH



Uh, did you hear--?



How-how--??

I have one!

SWM with spider-powers looking for one damn day where he doesn't have to deal with some costumed loony-toon.

How did you find me??



Jonah?

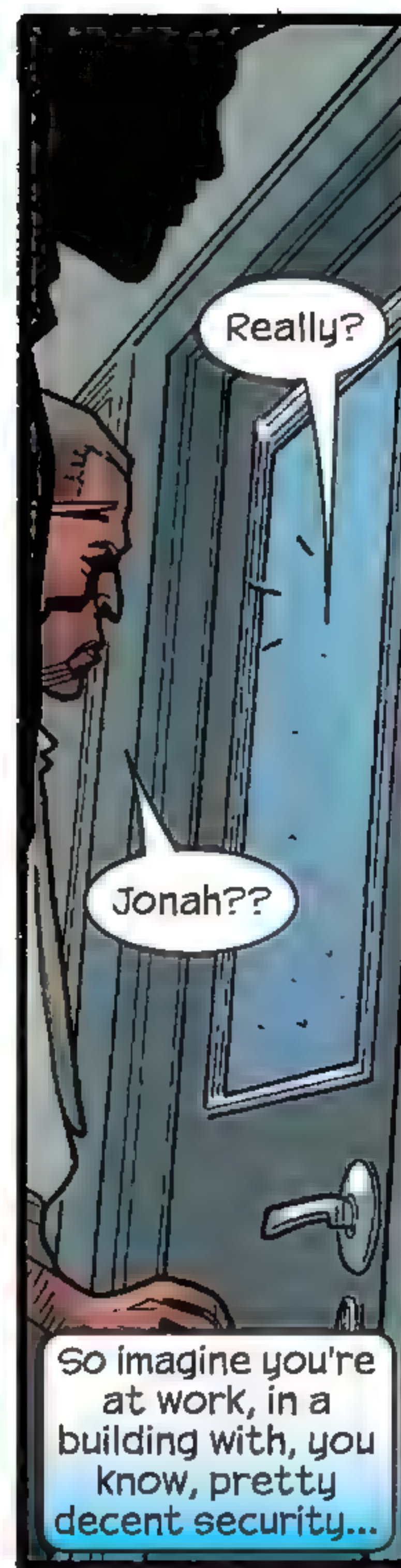
Uh, should we--



THWAP

Of all the goofball nonsense in your life that brought you to *this* place, dressed like *that*, with that *hair*...

...the *one* thing you're questioning is me?

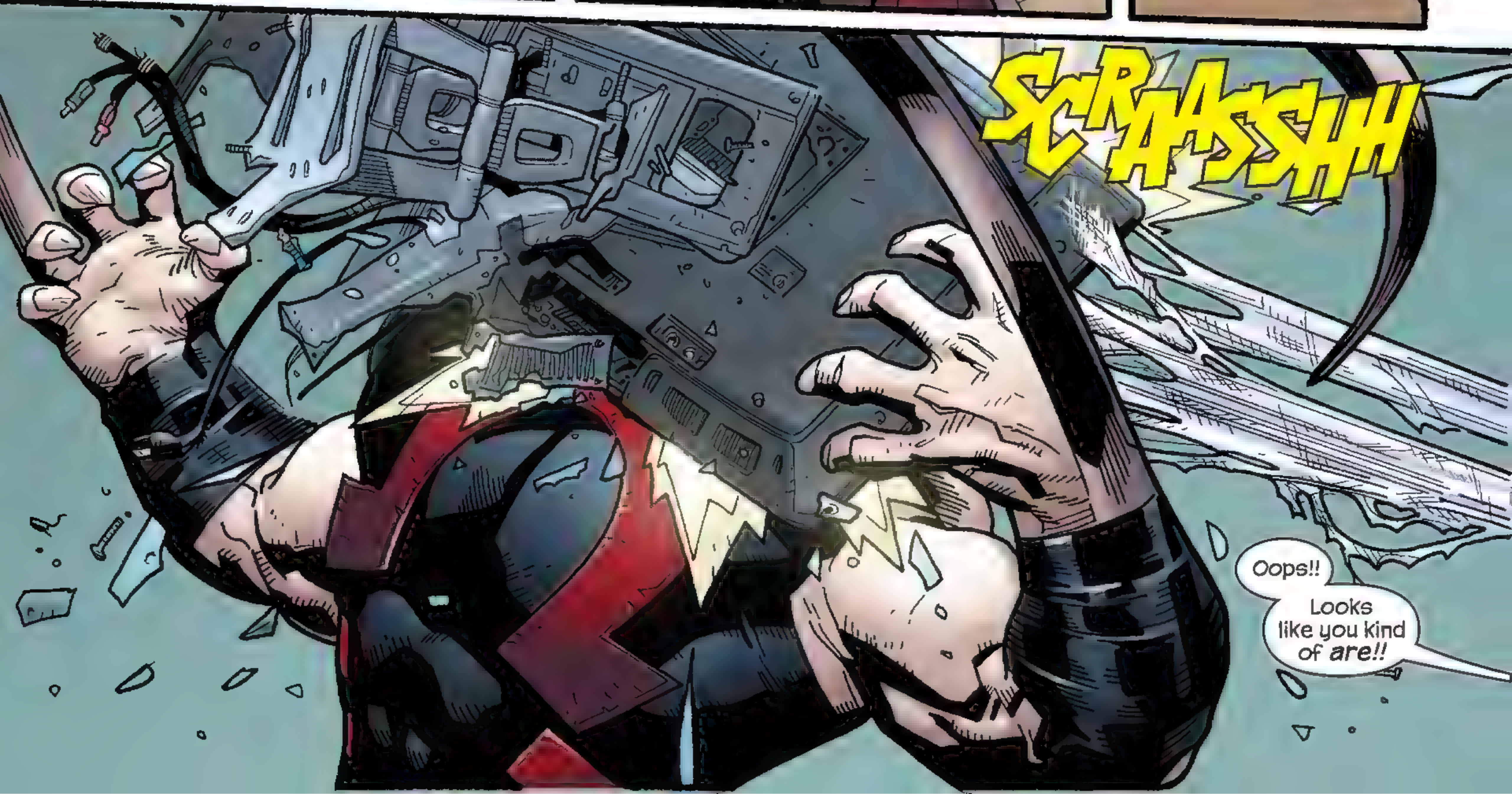
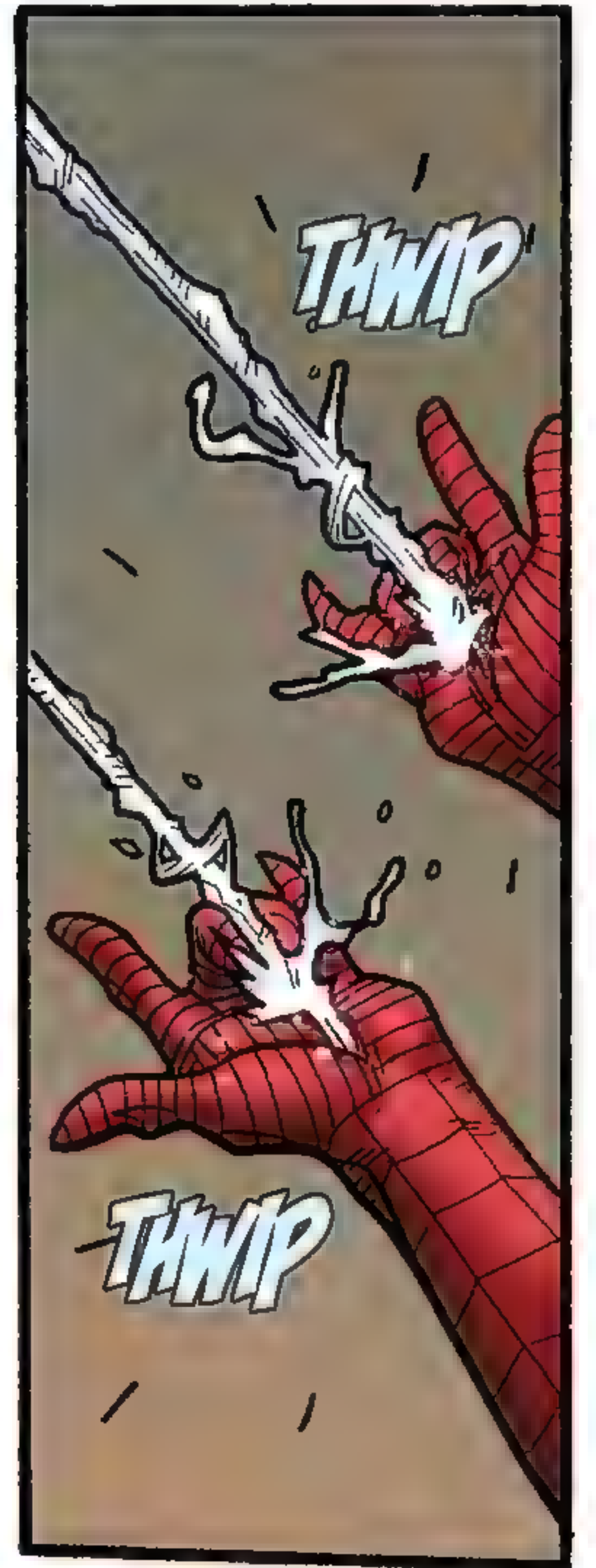


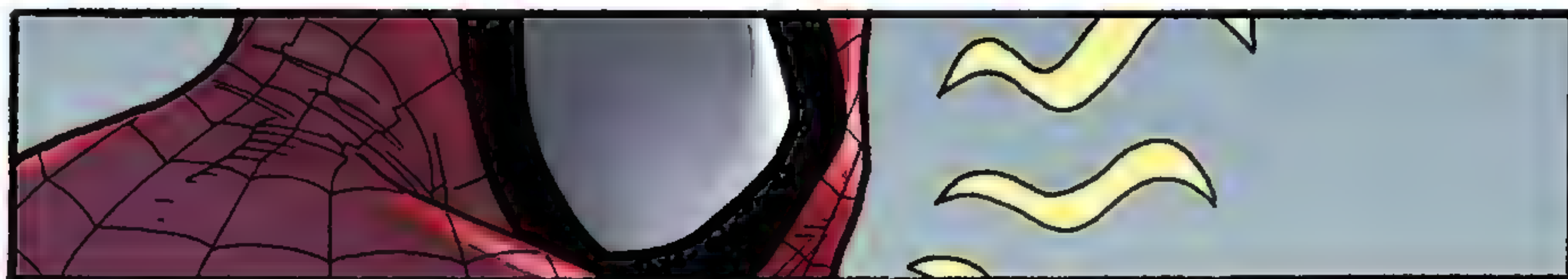
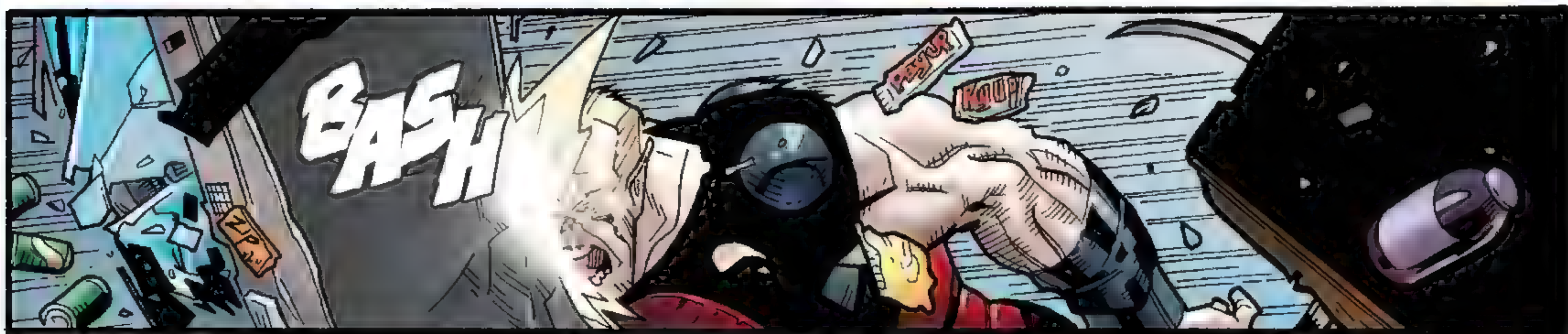
Really?

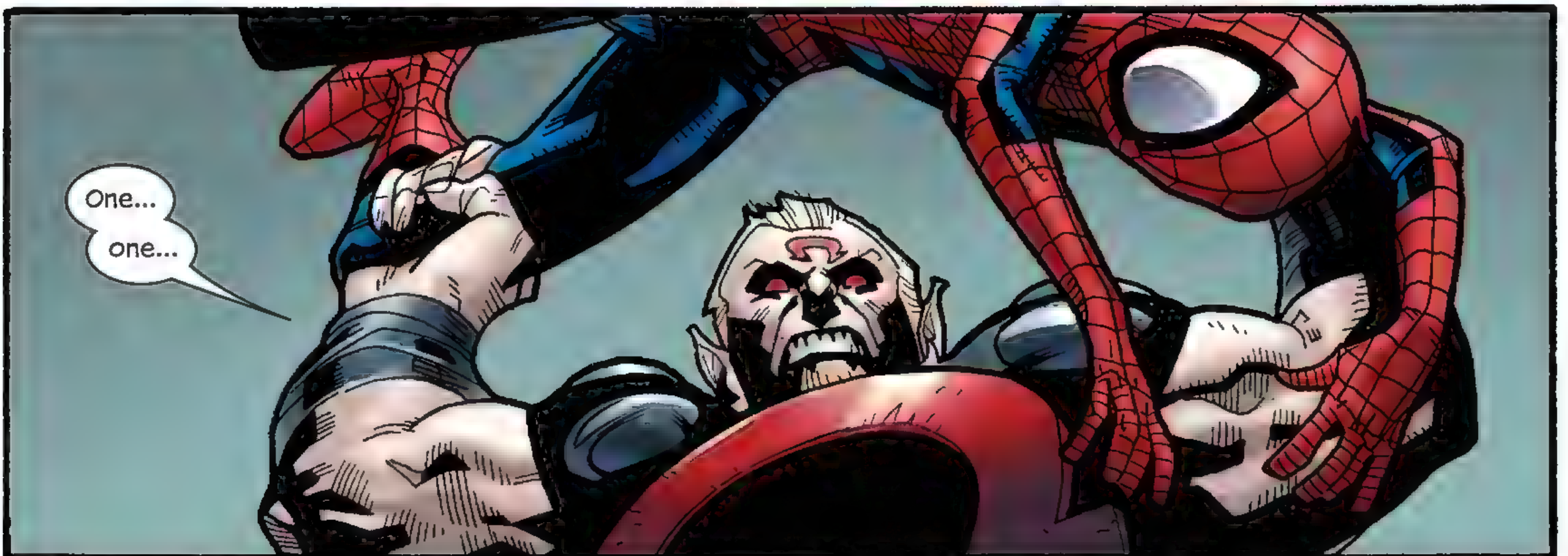
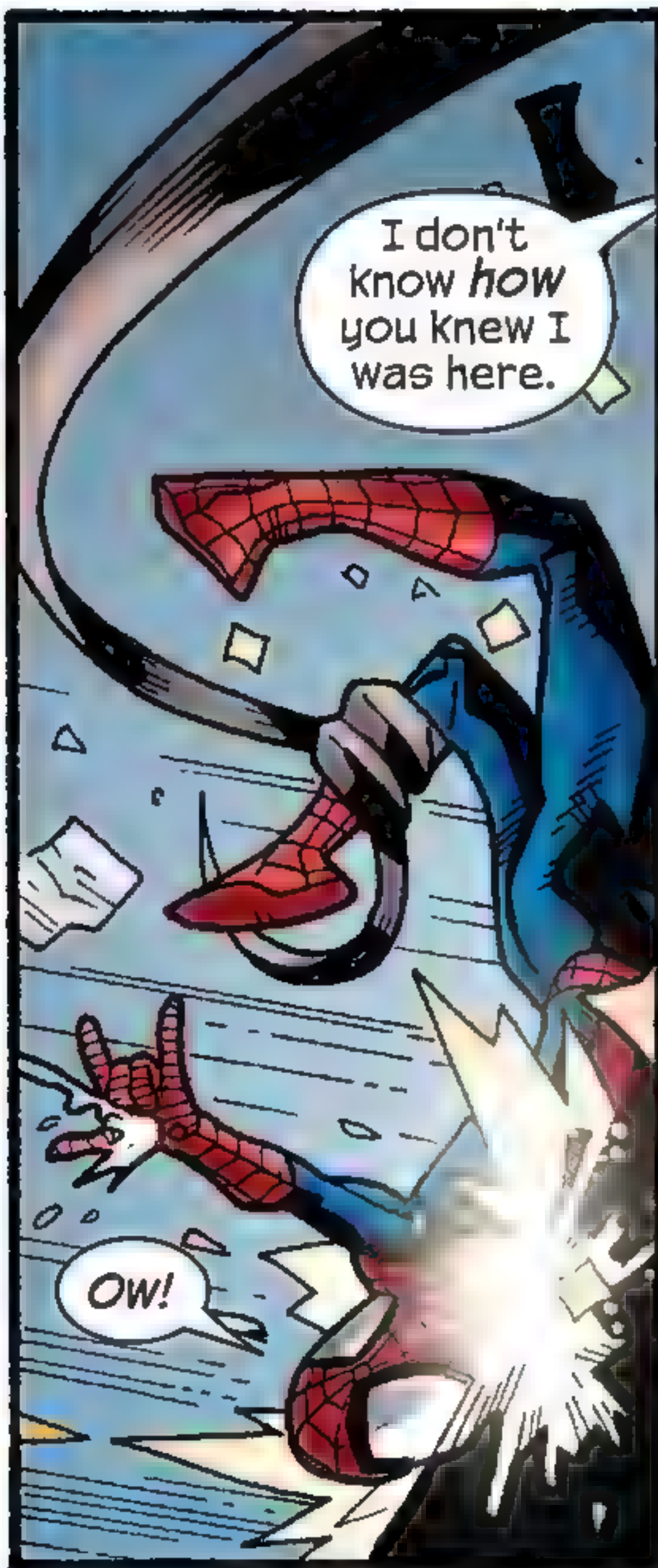
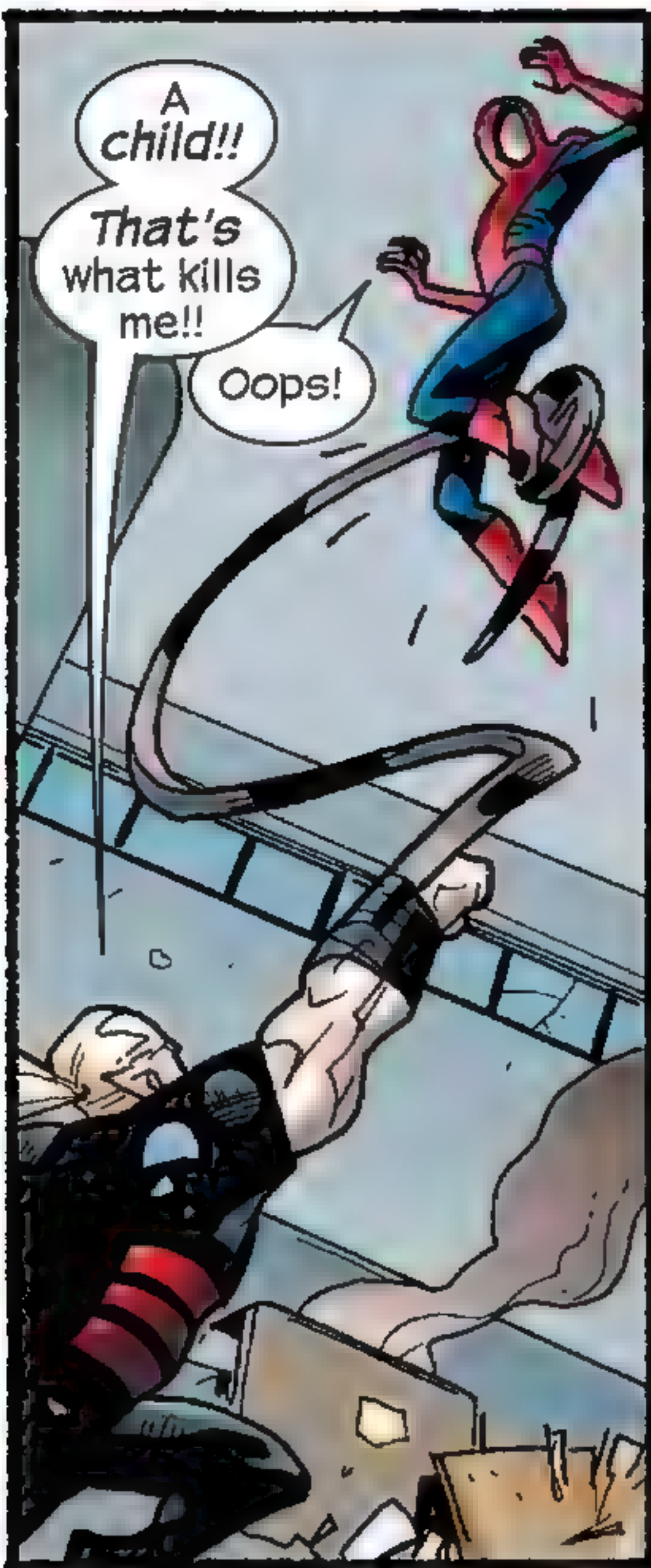
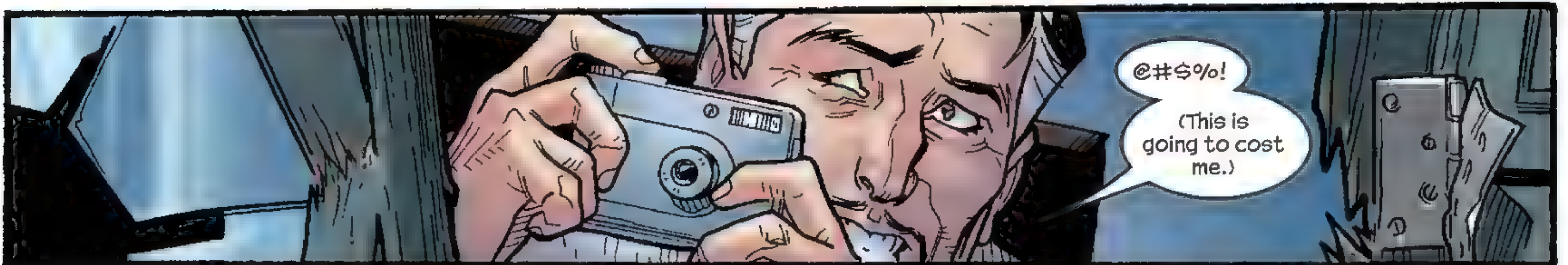
Jonah??

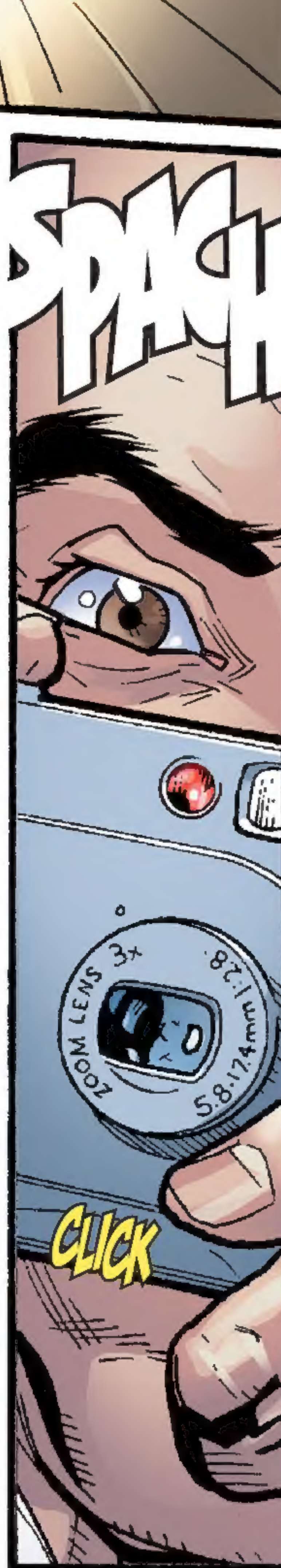
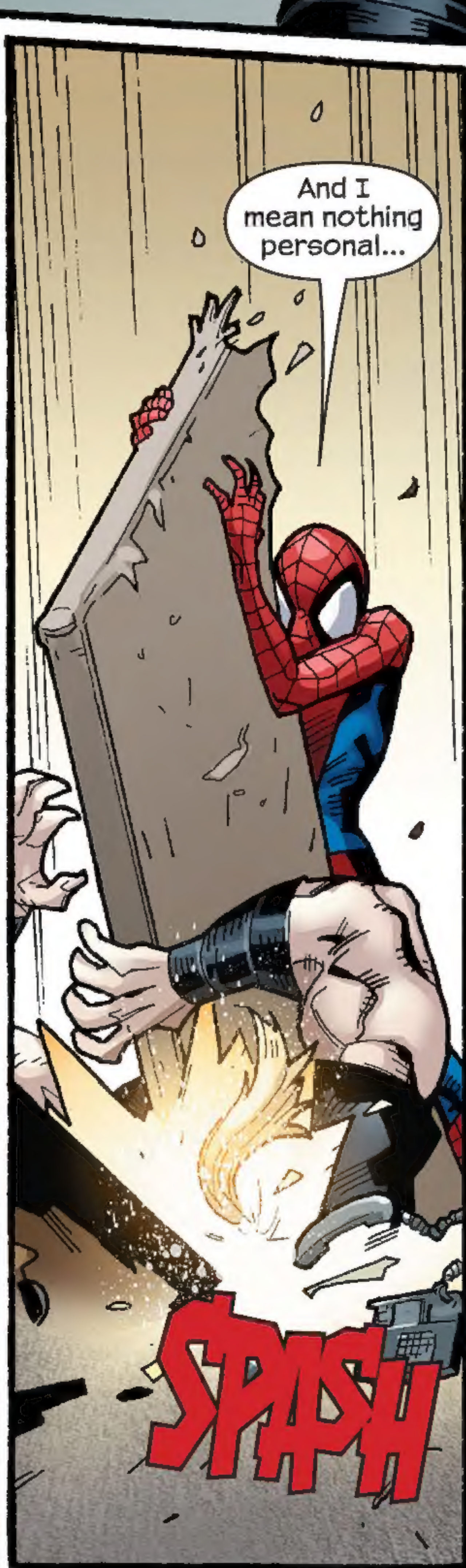
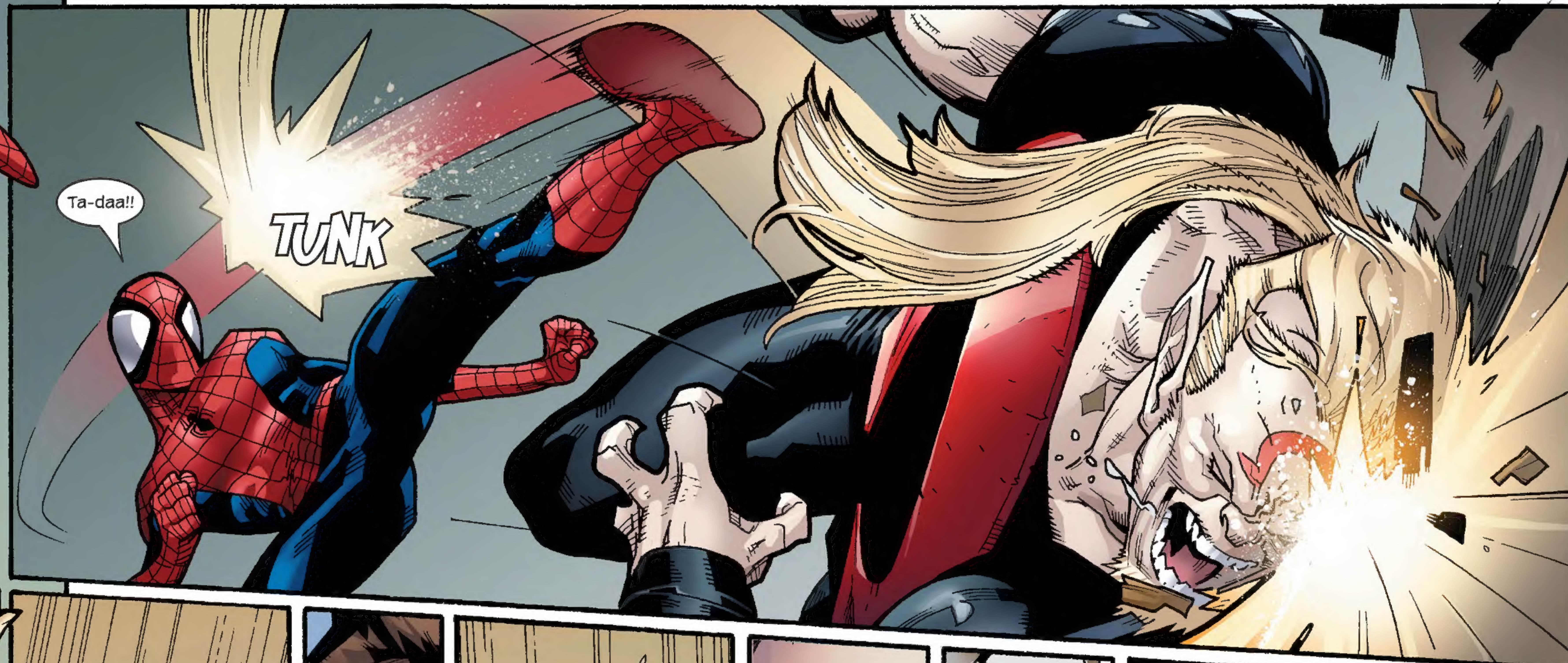
So imagine you're at work, in a building with, you know, pretty decent security...



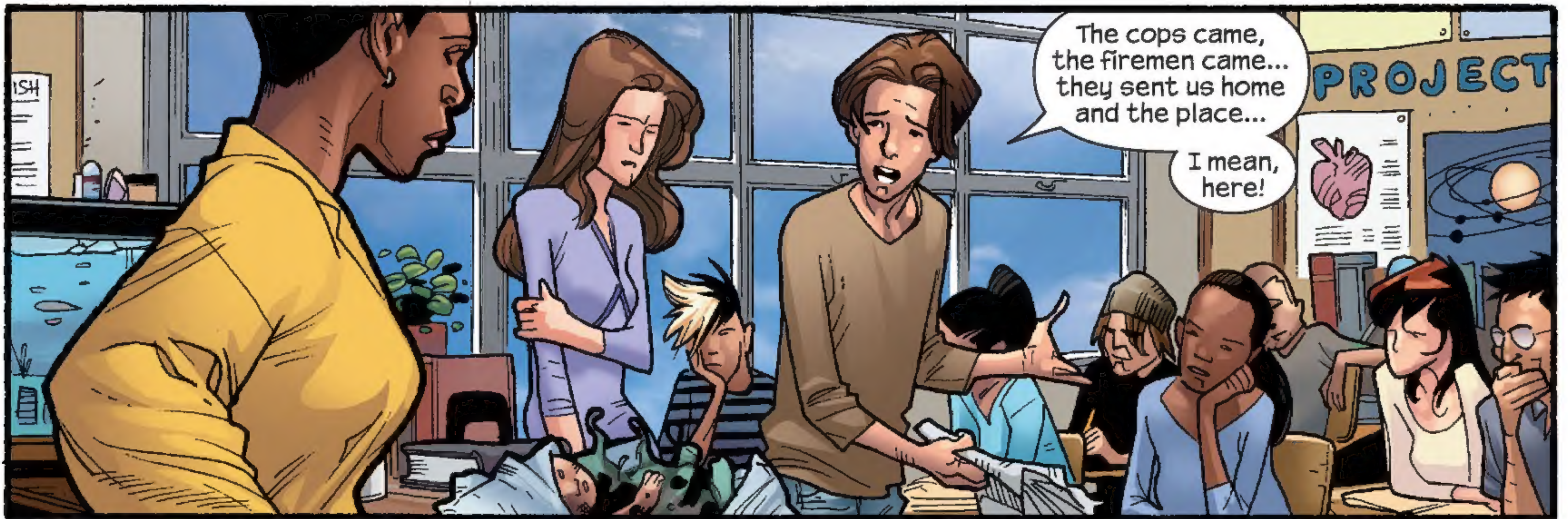














SON OF

VULTURON